

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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| In re | : | Chapter 11 |
| | : | |
| NORTHWEST AIRLINES CORPORATION, | : | Case No. 05-17930 (ALG) |
| <u>et al.</u> , | : | |
| | : | (Jointly Administered) |
| | : | |
| Debtors. | : | |
| ----- | x | |

**DESIGNATION OF ITEMS TO BE INCLUDED IN RECORD ON APPEAL AND
STATEMENT OF ISSUE TO BE PRESENTED ON APPEAL**

Pursuant to Rule 8006 of the Federal Rules of Bankruptcy Procedure, Lazard Frères & Co., LLC (“Lazard”) and the Official Committee of Unsecured Creditors of Northwest Airlines Corporation, et al., by their respective undersigned counsel, hereby submit the following designation of items for inclusion in the record on appeal and statement of issue to be presented on their respective appeals from (i) the Decision Denying Success/Completion Fee Request Portion of Lazard Frères & Co.’s and FTI Consulting, Inc.’s Final Fee Applications [Docket No. 8103], and (ii) the Order Denying Allowance of Completion Fee Requests of Lazard Frères & Co. LLC [Docket No. 8105], each entered by the United States Bankruptcy Court for the Southern District of New York (Hon. Cecelia G. Morris) on February 29, 2008.

Statement of Issue to be Presented on Appeal

Whether the Bankruptcy Court erred in denying Lazard’s request for a “completion fee.”

Designation of Items to be Included in the Record on Appeal

| Designation No. | Docket No. | Description |
|------------------------|-------------------|---|
| P-1 | 3112 | Final Order Authorizing the Employment and Retention of Lazard Frères & Co., LLC as Financial Advisor to the Official Committee of Unsecured Creditors Pursuant to 11 U.S.C. §§ 328(A) and 1103(A), and Fed. Bankr. P. 2014(A) and 2016 |
| P-2 | 7431 | Final Application of Lazard Frères & Co., LLC for Allowance of Compensation and for Reimbursement of Expenses for Services Rendered in These Cases for the Period October 6, 2005 through May 31, 2007 |
| P-3 | 7567 | Amended Objection by CarVal Investors, LLC to (I) Fee Enhancements sought by Cadwalader, Wickersham & Taft LLP and Otterbourg, Steindler, Houston & Rosen, P.C.; and (II) Completion Fees sought by FTI Consulting, Inc. and Lazard Frères & Co., LLC |
| P-4 | 7566 | Objection of Association of Flight Attendants – CWA, AFL-CIO to the Fee Application Submitted by Lazard Frères & Co., LLC Pursuant To U.S.C. § 330 |
| P-5 | 7558 | Objection of the United States Trustee to the Final Fee Applications of the Retained Professionals |
| P-6 | 7586 | Response to Objections by the United States Trustee, CarVal Investors, LLC and the Association of Flight Attendants – CWA, AFL-CIO to Final Fee Application of Lazard Frères & Co., LLC |
| P-7 | 7704 | Transcript of Hearing Before the Honorable Allan L. Gropper United States Bankruptcy Judge (September 11, 2007) |
| P-8 | 7903 | Transcript of Hearing for Application for Final Professional Compensation for FTI Consulting, Inc. and for Lazard Frères & Co., LLC before the Honorable Cecelia G. Morris United States Bankruptcy Judge (October 18, 2007) |
| P-9 | 7749 | Order Granting Final Allowance of Fixed Monthly Compensation and Reimbursement of Expenses of Lazard Frères & Co., LLC from the Period October 6, 2005 through May 31, 2007 |
| P-10 | 7857 | Transcript of Evidentiary Hearing Application for Final Professional Compensation for FTI Consulting, |

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| | | Inc. and for Lazard Frères & Co., LLC before the Honorable Cecelia G. Morris United States Bankruptcy Judge (November 19, 2007) |
| P-11 | 7913 | Post-Trial Brief of Lazard Frères & Co., LLC in Support of Its Application for a Completion Fee |
| P-12 | 7915 | Post-Hearing Brief in Support of Objection by CarVal Investors, LLC to Request for Additional Compensation in Final Fee Application of Lazard Frères & Co., LLC |
| P-13 | 7919 | Post-Hearing Brief of the Association of Flight Attendants – CWA in Support of its Objection to the Fee Applications of Lazard Frères and FTI Consulting |
| P-14 | 7920 | Post-Trial Statement of the Official Committee of Unsecured Creditors in Support of the Fees Requested by FTI Consulting, Inc. and Lazard Frères & Co., LLC |
| P-15 | 8103 | Decision Denying Success/Completion Fee Request Portion of Lazard Frères & Co.'s and FTI Consulting, Inc.'s Final Fee Applications |
| P-16 | 8105 | Order Denying Allowance of Completion Fee Requests of Lazard Frères & Co. LLC |
| P-17 | 8123 | Notice of Appeal of Lazard Frères & Co., LLC |
| P-18 | 8126 | Notice of Appeal of Official Committee of Unsecured Creditors |
| P-19 | 8154 | Notice of Filing of Exhibit Introduced by Lazard Frères & Co., LLC at Evidentiary Hearing Before the Honorable Cecelia J. Morris on November 19, 2007 |

Dated: New York, New York
March 20, 2008

Respectfully submitted,

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Dated: New York, New York
March 20, 2008

Respectfully submitted,

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